

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

CANDY M. SOUSA, On Behalf of Herself and All Others Similarly Situated,)	
)	Civil Case 3:04 cv 30022 MAP
)	
Plaintiff,)	
)	
v.)	
)	
WAVE SYSTEMS CORPORATION, JOHN E.)	
BAGALAY, JR., STEVEN K. SPRAGUE and)	
GERALD T. FEENEY,)	
)	
Defendants.)	

YOSEF STREICHER, on Behalf of Himself and All Others Similarly Situated,)	
)	Civil Case 3:04 cv 30026 MAP
)	
Plaintiff,)	
)	
v.)	
)	
WAVE SYSTEMS CORPORATION, JOHN E.)	
BAGALAY, JR., STEVEN K. SPRAGUE and)	
GERALD T. FEENEY,)	
)	
Defendants.)	

Additional Captions to Follow

**[PROPOSED] ORDER CONSOLIDATING THE ACTIONS, APPOINTING LEAD
PLAINTIFFS AND APPROVING SELECTION OF LEAD AND LIAISON COUNSEL**

RAFAT DAWOD,

Plaintiff,

V.

WAVE SYSTEMS CORPORATION, STEVEN
SPRAGUE and GERALD T. FEENEY,

Defendants.

ALVIN CHESS, Individually and on Behalf of All
Others Similarly Situated,

Plaintiff,

V.

WAVE SYSTEMS CORPORATION, STEVEN K.
SPRAGUE and GERARD T. FEENEY,

Defendants.

MICHAEL VICKER, On Behalf of Himself and All
Others Similarly Situated,

Plaintiff,

V.

WAVE SYSTEMS CORPORATION, JOHN E.
BAGALAY, JR., STEVEN K. SPRAGUE and
GERARD T. FEENEY,

Defendants.

H. MARTIN BOHMAN, on Behalf of All Others
Similarly Situated,

Plaintiff,

V.

WAVE SYSTEMS CORPORATION, STEVEN
SPRAGUE and GERALD T. FEENEY,

Defendants.

JIMMY SUO, on Behalf of himself and all others
similarly situated,

Plaintiff,

V.

WAVE SYSTEMS CORPORATION, STEVEN
SPRAGUE and GERARD T. FEENEY,

Defendants.

**JACK SCHULMAN, Individually and On Behalf of All
Others Similarly Situated,**

Plaintiff,

V.

WAVE SYSTEMS CORPORATION, STEVEN
SPRAGUE and GERARD T. FEENEY,

Defendants.

Having considered the motion of Barry B. Stoddard (“Stoddard”) and Victor Rapp (“Rapp”) for Consolidation, Appointment As Lead Plaintiffs And Approval Of Selection of Lead and Liaison Counsel and the Memorandum of Law and Declaration of David Pastor, in support thereof, and good cause appearing therefor:

1. The Actions are hereby consolidated;
2. Stoddard and Rapp are hereby appointed Lead Plaintiffs for the Class pursuant to Section 21D of the Securities Exchange Act of 1934; and
3. The law firm of Cauley Geller Bowman & Rudman, LLP is hereby appointed Lead Counsel and the law firm of Gilman and Pastor, LLP is hereby appointed Liaison Counsel.

SO ORDERED THIS ____ day of _____, 2004.

U.S. District Judge